

**UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND
(Northern Division)**

IN RE TITANIUM DIOXIDE ANTITRUST LITIGATION	No. 10-CV-00318-RDB
This Document Relates To: All Actions	

**[PROPOSED] ORDER GRANTING MOTION
TO INTERVENE AND FOR RECONSIDERATION**

Upon consideration of Movants Los Gatos Mercantile, Inc. d/b/a Los Gatos Ace Hardware, Fred Swaim, Inc. d/b/a Quality Auto Parts; Ace Hardware of South Walton, Inc.; Lexington Home Center, LLC; R.F. Cole, Inc. d/b/a Brewers Paint Center; Cusimano Carstar, Inc.; and The Carpet Shoppe, Inc.’s (“Movants”) Motion to Intervene and for Reconsideration, any opposition thereto, and the points and authorities therein, it hereby ORDERED that Movants’ motion is GRANTED. Movants are hereby permitted to intervene in the above-captioned matter pursuant to Rule 24(b) of the Federal Rules of Civil Procedure for the limited purpose of seeking access to all pleadings, motions, exhibits, and reports filed under seal or in redacted form in the above-captioned matter.

It is further ORDERED that the Protective Order entered on August 27, 2013 be VACATED. Plaintiffs’ Emergency Motion for Protective Order, filed on August 20, 2013, is hereby DENIED, and Defendants shall produce the following to Movants at the earliest practicable date:

- Memorandum in Support of the Motion for Class Certification and Appointment of Class Counsel and (D.E. 247), response in opposition thereto (D.E. 293), reply (D.E. 306), and all accompanying exhibits;
- Memorandum in Support of Defendants' Motion to Amend the Class Definition (D.E. 352), the response in opposition thereto (D.E. 360), the reply (D.E. 362), and all accompanying exhibits;
- Memorandum in Support of Defendants' Joint Motion to Exclude Expert Testimony (D.E. 410), the response thereto (D.E. 413), the reply (D.E. 415), and all accompanying exhibits;
- Memorandum in Support of Defendants' Motion to Compel Arbitration Motion (D.E. 423-428, 485), the response thereto (D.E. 497), and all accompanying exhibits;
- Memoranda in Support of Defendants' Motions for Summary Judgment (D.E. 430, 433-36, 438, 440-41, 443), the response in opposition thereto (D.E. 451-52, 455), the reply (D.E. 456-60), and all accompanying exhibits; and
- Plaintiffs' Motion in Limine (D.E. 471), Defendants' Motions in Limine (D.E. 473, 477-79), the responses in opposition thereto (D.E. 487-94), and all accompanying exhibits.

These documents are to remain under seal, and Movants are receiving them subject to the terms of the Protective Order entered by this Court on September 21, 2011.

DATED: _____, 2013

Hon. Richard D. Bennett
United States District Judge